

VISIT...

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FEATURING:

**THE FANTASTIC FOUR AND NICK FURY
AGENT OF S.H.I.E.L.D.!**

IN FULL COLOUR!

THE NEWEST-AND GREATEST-SUPERHERO OF ALL!

CAPTAIN BRITAIN

10P

**MARVEL
COMICS
GROUP**

NO. 3

**WEEK ENDING
OCT. 27, 1976**

**ALSO IN THIS
ACTION-PACKED
ISSUE:**

**THE THING
RUNS AMOK!**

...AND NICK FURY

JOINS

**CAPTAIN
AMERICA**

**TO BATTLE
FREEDOM'S
FOES!**

**THE
PLACE IS
TEEMING WITH
COPPERS!**

**IT'S NOT
THE COPPERS
THAT WORRY
ME...**

**...IT'S CAPTAIN
BRITAIN!**



Stan Lee
PRESENTS:

CAPTAIN BRITAIN!

CHRIS CLAREMONT
AUTHOR

HERB TRIMPE & FRED KIDA
ARTISTS

I. WATANABE, LETTERER
G. ROUSSOS, COLORIST

LARRY LIEBER
EDITOR

MAYHEM ON A MONDAY MORNING!

THERE'D BEEN NO WARNING--ONE MOMENT IT WAS AN AVERAGE MONDAY MORNING AT THE CHAMBER'S ST. BANK--THE MAIN FLOOR CROWDED WITH THE USUAL MIXTURE OF THAMES UNIVERSITY STUDENTS AND DOCKYARD LABOURERS--

--AND THE NEXT INSTANT, ALL HELL BROKE LOOSE!

THOSE MEN--THEY'RE SMASHING THRU HERE LIKE SOMETHING OUT OF KOJAK! CAPTAIN BRITAIN COULD STOP THEM--

--BUT SO LONG AS I'M IN MY BRIAN BRADDOCK IDENTITY, I'M HELPLESS!

MY GOD--
IT'S A ROBBERY!

SPREAD OUT,
MATES--TAKE
EVERYONE HERE
HOSTAGE!

AN' IF ANYONE
GIVES ANY TROUBLE,
LET 'EM HAVE IT!







...AND--PRESTO!--ENTER THE U.K.'S
ONE AND ONLY SUPER-HERO:

**CAPTAIN
BRITAIN!**



IF ONLY I
WERE SURE I
WANTED THE
JOB.

AND YET, I CAN'T STAND IDLY BY WHILE
INNOCENT PEOPLE'S LIVES ARE THREATENED--
NOT WHILE I'VE THE POWER TO HELP THEM.

SO HELP THEM I
SHALL; BEGINNING
RIGHT NOW!

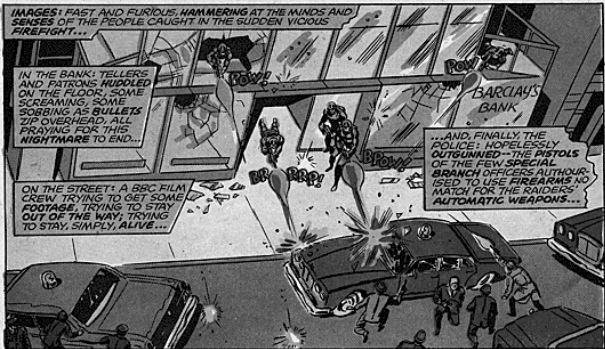


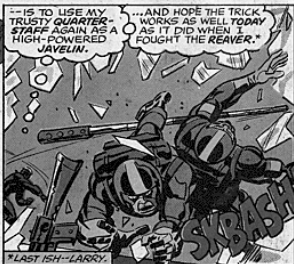
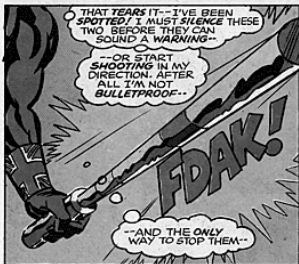
IMAGES: FAST AND FURIOUS, HAMMERING AT THE MINDS AND
SENSES OF THE PEOPLE CAUGHT IN THE SUDDEN VICIOUS
FIREFIGHT...

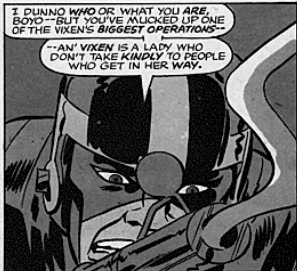
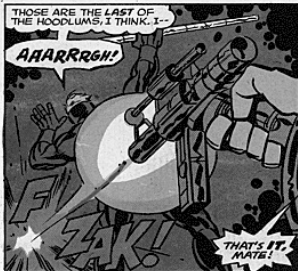
IN THE BANK: TELLERS
AND PATRONS Huddled
ON THE FLOOR, SOME
SCREAMING, SOME
SOBBING AS BULLETS
ZIP OVERHEAD, ALL
PRAYING FOR THIS
NIGHTMARE TO END...

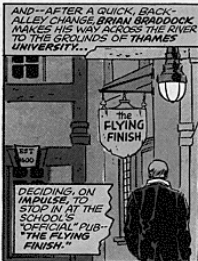
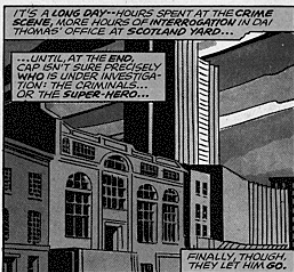
ON THE STREET: A BBC FILM
CREW TRYING TO GET SOME
FOOTAGE, TRYING TO STAY
OUT OF THE WAY; TRYING
TO STAY, SIMPLY, ALIVE...

...AND, FINALLY, THE
POLICE: HOPELESSLY
OUTGUNNED--THE PISTOLS
OF THE FEW SPECIAL
BRANCH OFFICERS AUTHOR-
ISED TO USE FIREARMS NO
MATCH FOR THE RAIDERS'
AUTOMATIC WEAPONS...









SPECIAL BONUS THIS WEEK: A CAPTAIN BRITAIN DO-IT-YOURSELF COLOUR PAGE!



THAT'S ENOUGH OF BRIAN BRADDOCK FOR THIS ISSUE...AS WE TURN OUR ATTENTION HOUNSLOW WAY...



...TO A SHABBY INDUSTRIAL STREET JUST OFF HEATHROW...



FOOL! YOU INSULT ME AT YOUR PERIL--BUT... WHAT'S THIS?!



THE MAN MOVES FASTER NOW, HIS GAIT THAT OF SOMEONE HALF HIS AGE AS HE ENTERS A LONG-DESERTED WAREHOUSE...



...AND REVEALS THAT THERE'S MORE AFOOT HERE THAN MEETS THE EYE.



HEY FANS! WHY NOT WRITE AND TELL
US WHAT YOU THINK OF CAPTAIN
BRITAIN? SEND LETTERS TO —



CAPTAIN BRITAIN
ROOM 106, 52 HND HOLBORN
LONDON WC1V

OUTER LIMITS COMIC SHOP

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STAMP COMPETITION

CAN YOU TELL US?

- 1 What country issued 'The Penny Black' in 1840?
- 2 What country NEVER puts its name on its stamps?
- 3 Have writers or poets ever appeared on British stamps?
- 4 Has TUTANKHAMUN ever appeared on British stamps?

Prizes: 12 diff. Great Britain stamps sent free for each correct answer. If all 4 answers are correct, we will send you 50 diff. GB stamps plus a fine facsimile book of 6 unusual PENNY BLACKS (genuine originals would cost £1,000 or more!). Our fine New Approvals will also be sent to all entrants. Please enclose a 6½p stamp for postage. (Please tell your parents you are writing.)

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GET THESE
MIGHTY
MARVEL
MAGS



AT YOUR
NEWSAGENT NOW!!

Stan Lee PRESENTS: THE **FANTASTIC FOUR!**

THE FABULOUS F.F. FACE THEIR MOST DREADED DISASTER!

MY EXPERIMENT
ON THE THING
BACKFIRED!

EVEN THOUGH HE
NOW CAN CHANGE
HIS FORM
AT WILL...

... HE'S OUT OF CONTROL!
HE'S LOSING HIS CONSCIENCE!
BEN GRIMM IS TURNING...
BAD!

HE'S
LOOSE IN THE
STREETS NOW...
AND CAPABLE OF
ANYTHING!

ONE WAY

MOVE
IT!

WHEN THE THING
WANTS TO CROSS
... TRAFFIC BETTER
STOP!

THE
THING
AMOK!

NOBODY'S
EVER PUSHIN'
ME AROUND
NO MORE! NOT
NOBODY!

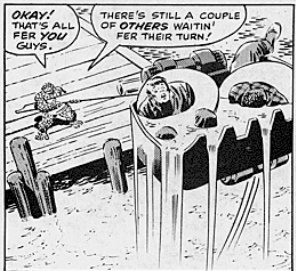
STORY and ART:
STAN LEE **JOHN BUSCEMA**

JOE SINNOTT
INKER

SAM ROSEN
LETTERER

WITH THIS EPIC ISSUE,
MIGHTY MARVEL MARCHES
TO NEW AND GREATER GLORY!









NUTS! IT'S THE FUZZ! THEY PROBABLY RADIOED FER THEIR BIG GUNS AWREDDY!

I CAN PROBABLY HOLD 'EM ALL OFF...

BUT IT AIN'T WORTH IT.



I AIN'T NO BLASTED DUMMY! I AIN'T ABOUT TO GIT SHOT AT-- FER NOTHIN'!

WHEN THE TIME COMES FER ME TO LAY IT ON THE LINE, I GOTTA BE SURE THERE'S A PAY-OFF!



GIMME THAT COAT YER WEARIN', MISTER! I NEED IT MORE'N YOU DO.

NOW, ALL I GOTTA DO IS MAKE IT AROUND THE CORNER.



HURRY! HURRY! HE WENT THAT WAY-- RIGHT AROUND THE CORNER.

YEAH, YEAH! WE GOT EYES, FELLA.

DON'T USE YOUR GUN, SAM.

IT WON'T STOP THE THING.

WE JUST GOTTA TAIL 'IM.



MADE IT!

NOW, ALL I GOTTA DO IS CHANGE FAST ENOUGH--



RICHARDS FIXED IT SO ALL IT TAKES IS A THOUGHT -- LIKE THIS.



ONE'A THESE DAYS I GOTTA THANK 'IM FOR THE FAVOUR...



BUT THAT'LL BE AFTER I MOP UP THE FLOOR WITH 'IM!

CONTINUED ON PAGE 18





YOU KIDDIN'? WHO COULD MISS THAT UGLY FREAK?





"SOMETHING WENT WRONG--
TRAGICALLY DESPERATELY WRONG!"



"HE GOT THE POWER TO
CHANGE AT WILL-- BUT, SOME-
THING INSIDE HIM WAS CHAN-
GING AS WELL--"

"I'M BEN GRIMM AGAIN!
I'M NOT A MONSTER
ANYMORE!"



"HE WAS SO THRILLED, SO
EXCITED, I HADN'T THE HEART
TO TELL HIM--"

"IT'S GREAT--
GREAT! I CAN CHANGE
JUST BY WILLING IT!"



"IT WAS WITH A HEAVY HEART
THAT I WATCHED HIM LEAVE--
FOR I KNEW WHAT THE FUTURE
MIGHT BRING--"

"THE PERSON-
ALITY CHANGE
WILL START SLOWLY--
THEN GET FASTER--
FASTER--"



"AND I WAS RIGHT! EACH
PASSING MINUTE MADE HIM
MORE VIOLENT--"

"OUTTA MY WAY,
OR I'LL CLOBBER
YA ALL!"



--BASED ON EVENTS DEPICTED IN TITANS #50-53... STAN.

"MAYBE REED'S
GETTING TOO
OLD."

"HE WASTES TIME THINKING--
WHILE THE THING'S RUNNING
LOOSE."

"BUT
MAYBE
IT'S JUST
AS WELL--"

"I'M THE
ONLY ONE
WHO CAN
HANDLE
HIM."



"I ALWAYS LOVED
HIM LIKE A BROTHER
--BETTER THAN
A BROTHER."

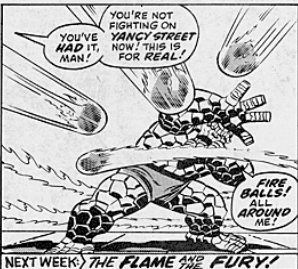
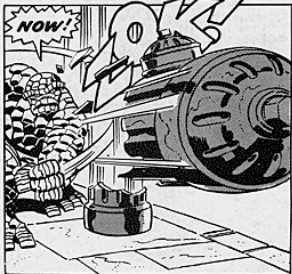
"BUT HE'S
NOT OL' BASH-
FUL BENJY ANY-
MORE--"

"HE'S BECOME A
STRANGER
--A MENACE
WHO JUST
HATES THE
WORLD!"

"AND I'VE
GOTTA FIND
HIM-- BEFORE
IT'S TOO
LATE!"







NEXT WEEK: THE FLAME AND THE FURY!



Stan Lee presents

CAPTAIN
BRITAIN'S

FUN PAGE

by OWEN MCCARRON

FIND THE
DIFFERENCES...



...IN THESE 2 PULSE-POUNDING ACTION PANELS! Clue: There are 10 of them!

MARVEL SPECIAL!

HOW WELL DO YOU
KNOW YOUR MARVEL
PERSONALITIES?

FIRST NAME GAME

ANSWERS TO LAST
WEEK'S PUZZLES:



WE'LL GIVE YOU
THEIR SURNAME...
YOU GIVE US THEIR
FIRST NAME!

1. BLAKE
2. PARKER
3. GRIMM
4. PYM
5. RICHMOND
6. PYM
7. STRANGE
8. STARK
9. XAVIER
10. WILSON
11. HELLSTROM
12. FURY
13. CAGE
14. MURDOCK
15. SUMMERS
16. RICHARDS

HANG ON! THE ANSWERS ARE ONLY A WEEK AWAY!

THE MIGHTY MARVEL BOOK BONANZA!

Three full colour, bumper books each containing 78 pages of Marvel Magic, courtesy of World Distributors. Frankly, Fans, they're essential reading for any conscientious Marvelite! This year we're offering three Mighty Marvel Annuals for sale. The Avengers. The Titans. And Spider-Man!



78 PAGES
IN
FULL COLOUR!

To get your copies, tick the Annuals you want in the order coupon. If you order all three Annuals we'll send you a FREE Spider-Man Poster, originally given with the first issue of New Super Spider-Man. But hurry! Stocks are limited and we expect a great demand.

Prices: 1 Annual £1.50
2 Annuals £2.50
3 Annuals £3.50

**SORRY
FANS!
MARVEL
ANNUAL
SOLD OUT!**



But waitaminnit! That's not all. This is a Mighty Marvel Book Bonanza, and what Bonanza could be complete without a new book by Smilin' Stan Lee? You guessed, Stan's latest tour de force — not to mention chef d'oeuvre and piece de resistance — is out right now!

Entitled "Bring On the Bad Guys", it gives the complete lowdown on the origins and creation of Marvel's most vitriolic villains, from Doc Doom to the Green Goblin. A tour de force indeed!

All Good Guys wanting a copy of "Bring On the Bad Guys" should fill in the coupon below enclosing a cheque or postal order for £3.70 per book ordered. Only bad guys would send cash!



to Marvel Book Bonanza, Room 106, 52 High Holborn, London WC1.
Please rush me...

_____ copies of The Avengers Annual _____ copies of Spider-Man Annual
_____ copies of The Titans Annual _____ copies of Bring On the Bad Guys.
I enclose a cheque/postal order for £.....

NAME

ADDRESS

Order your books now. Just think how much reading you'll have to do in 32 days time!

All prices quoted in this Mighty Marvel Book Bonanza include postage, packing, and sneaky of VAT. Please allow 32 days for delivery. This offer closes on November 26th — all orders received after that date will be returned.

Stan Lee PRESENTS: NICK FURY / AGENT OF S.H.I.E.L.D.
SUPREME HEADQUARTERS, INTERNATIONAL
ESPIONAGE LAW ENFORCEMENT DIVISION.

CONFIDENTIAL

PROJECT: BLACKOUT

DATE: November 10, 1965
PLACE: 8 Eastern Coastal States
TIME: 7:45 P.M. E.S.T.
NOTES: The 12-hour aftermath of confusion
and terror for those trapped in
PROJECT BLACKOUT as SHIELD
battled against the invisible zero
hour of a fantastic invasion against
America by assailants YET UNKNOWN!



AT LAST IT CAN BE TOLD!
FROM THE SECRET
FILES AS TOLD TO:

STAN LEE • EDITOR
JIM STERANKO • WRITER/ILLUSTRATOR
SAM ROSEN • LETTERER

New York

HERE IT IS, CAP...
THE BLACKOUT DOSSIER!
ALMOST TWO YEARS HAVE
GONE BY AN' WE STILL
AIN'T GOT THE ANSWER
YET!





NOT THAT WE DON'T HAVE ANYONE ON IT, BUT IT LOOKS LIKE A DEAD END!



YA SAY AN OLD PAL OF YOURS FROM YEARS AGO MIGHT THROW SOME LIGHT ON THE PROBLEM?



THIS COULD BE THE BREAK WE'VE BEEN WAITIN' FOR!

HE'S HERE NOW, NICK!



COLONEL FURY... I'D LIKE YOU TO MEET ONE OF THE COUNTER TOP F.B.I. MEN... JIMMY WOO!

MY PLEASURE, FURY! WE'VE HEARD A LOT ABOUT YOU!



DON'T BELIEVE EVERYTHING YA HEAR, MISTER! MOST OF IT IS JUST AN EMBARRASSIN' EXAGGERATION!

NOT AT ALL! READ ABOUT YOUR ENCOUNTER WITH HYDRA! WE ALL OWE YOU, COLONEL!

CUT IT OUT--YA KNOW I BLUSH EASY! CAP TELLS ME YA GOT A LEAD ON 'PROJECT BLACKOUT'!

WE COULD USE A LITTLE HELP!



BACK A FEW YEARS, I FOUGHT ONE OF THE MOST SINISTER EVIL MASTERMINDS WHO EVER LIVED! THEN, SUDDENLY, HE DROPPED OUT OF SIGHT!

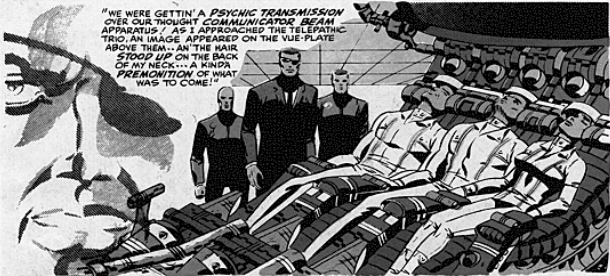
WE THOUGHT HE WAS DEAD!



THEN, LAST WEEK WE UNCOVERED EVIDENCE THAT HE MAY STILL BE ALIVE! I BELIEVE HE'S THE KEY TO YOUR MYSTERY INVASION! BUT FIRST, TELL ME YOUR STORY!

LET WELL... SEE 'IT ALL BEGAN BACK IN SIXTY-FIVE! WE GOT AN EMERGENCY CALL FROM ESP DIVISION...

"WE WERE GETTIN' A PSYCHIC TRANSMISSION
OVER OUR THOUGHT COMMUNICATOR BEAM
APPARATUS! AS I APPROACHED THE TELEPATHIC
TRIO, AN IMAGE APPEARED ON THE VUE-PLATE
ABOVE THEM... AN THE HAIR
STOOD UP ON THE BACK
OF MY NECK... A KINDA
PREMONITION OF WHAT
WAS TO COME!"



"SHX-39 TO SHIELD HQ...
LITTLE TIME LEFT...
FOR TRANSMISSION..."



TELL FURY... UNBELIEV-
ABLE MENACE...
HIMALAYAS... TIBET...
TOO BIG TO HANDLE...



AMERICA... IN DANGER...
HE MUST BE STOPPED...
COULD BE TOO LATE...
ALREADY...



TELL FURY... HURRY...
BEDLOE ISLAND... TEL...
NO... NO...
DON'T...



"SUDDENLY, WITHOUT WARNING, THE WHOLE BLASTED ROOM
ROCKED AS A BLINDIN' BOLT OF ENERGY TORE THE
ESP MACHINE AND ITS OCCUPANTS INTO A TWISTED
MASS OF RUBBLE!"



IT'S NO USE, COLONEL FURY! THEY WERE CAUGHT IN
THE ABSOLUTE VORTEX OF THE IMPLOSION! ONLY
SOMETHING TOO AWESOME TO IMAGINE COULD
HAVE CAUSED A DISASTER LIKE THIS!



YEAH! SOMETHING...
OR SOMEONE!

THAT'S WHAT
THEY WERE
TRYIN' TO
TELL US!

"I KNEW WHAT HAD TO BE DONE! WHILE I PREPARED TO LEAVE, I HAD SHIELD ULTRA-COM CONTACT AVENGER HEADQUARTERS! YOU ANSWERED OUR CALL, CAP, REMEMBER?"

AIN'T GOT A SECOND TA SPARE, PAL! WE NEED YER HELP, ON THE DOUBLE!

BIG TROUBLE BREWIN' ON BEDLOE ISLAND! LOOKS LIKE TOP PRIORITY STUFF!

COLONEL FURY... THE OTHER AVENGERS ARE OUT ON ASSIGNMENT NOW. I'LL HAVE TO MEET YOU ALONE!

BEDLOE ISLAND... ISN'T THAT WHERE THE STATUE OF LIBERTY STANDS?

RIGHT THE FIRST TIME, MISTER! SEE YA THERE!

"AND AN INSTANT LATER, I WAS ON MY WAY, WITH THE HELP OF A CRAZY, NEW GADGET SHIELD HAD DREAMED UP..."

THIS LITTLE SPARROW PRO-FEL-PAK IS GETTIN' ME OUT HERE FASTER'N ANYTHING ELSE AROUND.

PERFECT TWO-POINT LANDING, FURY. OLD MAN! NOW... GOTTA HIDE THIS GIZMO AN' TAKE A LOOK AROUND!

MIGHT AS WELL START IN THE LOWER LEVELS BY YOURSELF...

'CAUSE CAP AIN'T HERE YET!

"THEN, I STASHED THE SMALL FLYER AN' HEADED DOWN INTO THE SUB-BASEMENTS OF THE TOWERING STATUE! EVERYTHING SEEMED TO BE ALL RIGHT... WHEN..."

HEY! WHERE'S THAT WEIRD NOISE COMIN' FROM? SOUNDS LIKE I GOT COMPANY!

HUH? WHAT IN BLUE BLAZES..?

GOOD LORD! AN ARMY OF
SUPER-INVADERS... HERE
IN THE STATUE OF LIBERTY...

...STREAMIN' OUT OF
HOLES CUT RIGHT
THROUGH THE WALLS!

SOME KINDA
GRAVITY-DEEPLYN
DEVICES HOLDIN'
'EM UP 'TIL THEY
MAKE IT OUT!

CAN'T MAKE A
MOVE 'TIL I FIGURE
OUT WHAT THEY'RE
UP TO!





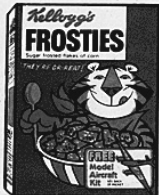
Get this **FREE** model aircraft kit
with Kellogg's Frosties,
Variety and
Sweet Six—
it's gr-reat!



What a plane! It's the amazing DH88 Comet—the plane that won the 1934 England to Australia air race. Wow!

How do you get it? Easy! Just send in six 250g or 375g size Frosties packet tops or Variety/Sweet Six wrappers and the plane is all yours.

Details are on special packets of Kellogg's Frosties, Variety and Sweet Six.



THE MIGHTY

MARVEL

DOUBLE COUPLES COMPETITION

We've called this competition the **DOUBLE COUPLES COMPETITION** because it's really two competitions — and both of them are concerned with famous couples. Only nine year olds or over are eligible to enter the first part of the competition. And the second part is for our younger readers — those aged eight or under.

Train your eyes on your part, fans, and start competing!

80 PRIZES
TO BE WON!

9-OVER

There are forty Spider-Man Tee Shirts to be won in this part by the first forty entrants to supply us with the names of four famous couples or pairs.

Believe it or not, in the nonsense sentence below are letters which make up the names of the four famous couples.

1. A well-known chain of stores
..... and
2. A famous classic of literature
..... and
3. A renowned inhabitant of the jungle and his mate
..... and
4. Two items without which no meal table is complete
..... and

Here's the sentence:

DAPPER TANNER RAJ
ZANA SPANK MEN
LEST CAESAR PAN
PAWNED RED CAR.

When you've worked out the four couples, write them down on the coupon below and rush it to us to arrive no later than Monday, November 8th.

(A hint: the answers aren't all personal names, they're also household goods, and areas of human activity). The word **AND** for each couple is in the nonsense sentence, already.

8-UNDER

Twenty Spider-Man Playsuits can be won in this part of the competition in which only those aged eight or under can enter. The playsuits are manufactured by Berwick Toys Limited, and could give you the chance to swing round your neighbourhood dressed as Spidey!

Here's what you have to do. Below we've printed four famous names. With whom is each of these names always associated?

ABBOTT AND
..... AND JERRY
SYLVESTER AND
..... AND HARDY

Write your answers in the spaces and mail this whole page to us to arrive no later than Monday, November 8th. The Playsuits will go to the first twenty entries opened to give the four correct names. You could be one of them!

Post this whole page to: **DOUBLE COUPLES COMPETITION,
MARVEL COMICS
ROOM 106,
52, HIGH HOLBORN,
LONDON WC1.**

My Name Age

My Address

